

**A Communication From the Attorneys General
of
Alaska, Arizona, Arkansas, Florida, Hawaii, Idaho, Illinois, Indiana, Iowa
Kansas, Massachusetts, Michigan, Minnesota, Mississippi, Montana,
Nevada, New Hampshire, New Jersey, New York, North Carolina, Ohio,
Oklahoma, Pennsylvania, Tennessee, Texas, Utah, Washington, and Wyoming**

July 6, 2004

Honorable Thomas G. Power
13th Judicial Circuit Court of Michigan
205 Cayuga St.
Bellaire, Michigan 49615

Re: ***National Association of Police Organizations, Inc., et al. v. Second Chance
Body Armor, Inc., et al. Case No. 04-8018-NP;
Attorneys General Position on Settlement Proposed in Plaintiffs' and
Defendant Second Chance Body Armor, Inc.'s Joint Motion for Conditional
Certification of Settlement Class Against Second Chance Body Armor, Inc.***

Dear Judge Power:

The undersigned Attorneys General (the "States") are members of the Zylon Body Armor Multi-State Working Group, which was created to address various issues related to Zylon-based body armor including that manufactured by Second Chance Body Armor, Inc. ("Second Chance"). Although the States are not parties to the above-referenced matter and do not submit themselves to the jurisdiction of the Honorable Court, we have recently learned of the Joint Motion for Conditional Certification of Settlement Class (the "Joint Motion"), which has been submitted by Plaintiff National Association of Police Organizations, Inc. ("NAPO"), and Defendant Second Chance in the above matter. The States are very concerned about the Joint Motion and the proposed settlement, and write to apprise the Court of our concerns.

The States do not believe that the proposed settlement or any order of this Court can foreclose their respective litigation efforts or remedies, whether currently pending or contemplated. However, the Joint Motion makes it clear that Second Chance is positioning itself to make a contrary argument. The Brief of Plaintiffs and Second Chance in Support of the Joint Motion states that Second Chance is presently a defendant in numerous lawsuits, including, "actions brought by Attorneys General in five (5) states: Arizona, Arkansas, Connecticut, Massachusetts, and Minnesota." See Joint Brief at page 14. All assert, *inter alia*, claims against Second Chance for intentional violation of State consumer fraud and/or deceptive practices statutes. The Brief incorrectly claims that "[i]t is contrary to the interests of judicial economy

July 6, 2004

Page 2

and against the best interests of the public to allow these cases to continue when Second Chance and the Plaintiffs have negotiated a settlement that affords fair, reasonable, and adequate relief to a national class of plaintiffs." See Joint Brief at page 14-15.

The proposed settlement further overreaches by requesting that Second Chance be "released and discharged from any and all claims, whether legal **or equitable** in nature, that were brought in the Class Action by any SETTLEMENT CLASS member or which could have been asserted in any federal or state court or in any other proceeding by any SETTLEMENT CLASS member . . . arising out of, or in any way relating to the Ultima®, Ultimax™ or Tri-Flex® vests...." See § VIII of Agreement of Settlement (emphasis added).

The Attorneys General cannot and should not be precluded or limited in any way from enforcing their state laws against Second Chance. The Attorneys General represent the public interest in their respective States and have the statutory duty to protect their citizens against consumer fraud and other deceptive practices, such as those alleged in States' actions. Therefore, any settlement approved by this Court should specifically acknowledge that it does not purport to affect any current or future lawsuits brought by Attorneys General, including those which seek injunctive relief, restitution, disgorgement, civil penalties, costs, attorneys' fees and/or any other relief.

The foregoing summarizes the States' position regarding the propriety of approving a Settlement Class so broad that it might appear to impact separate and distinct State Attorneys General actions. The States will not comment on the merits of the specific terms of the settlement itself, other than to note that the proposed remedy is little more than Second Chance's original offer when the company first publicly acknowledged there was a problem with the Ultima® and Ultimax™ vests. The Tri-Flex® upgrade, educational program to cost no more than \$50,000, and assignment of one-third interest as currently restricted by Second Chance, do not appear to "greatly expand" on Second Chance's original remedial program. The States are, thus, doubtful that the remedy proposed could properly be deemed "fair, adequate, and reasonable."

The States respectfully request that this Court consider their concerns when ruling on the Joint Motion for Conditional Certification of Settlement Class.

Sincerely,



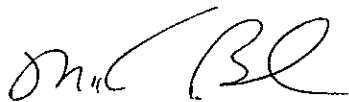
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July 6, 2004

Page 3



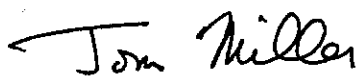
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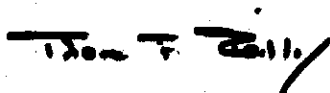
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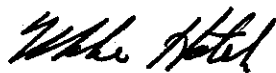
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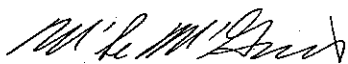
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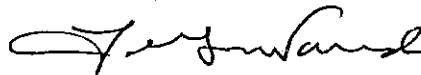
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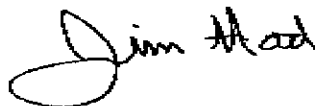
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July 6, 2004

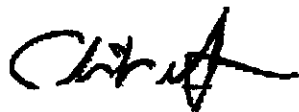
Page 4



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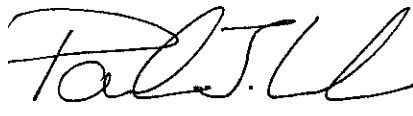
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